

OLD DOMINION UNIVERSITY  
BOARD OF VISITORS  
GOVERNANCE COMMITTEE MEETING  
Thursday, November 30, 2023

MINUTES

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Mr. Murry Pitts, who presided over the meeting in the absence of the Chair and Vice Chair, called the meeting to order at 4:25 PM and asked for approval of the minutes of the Governance Committee meeting held on September 14, 2023. Upon a motion made by Mr. Bradley and seconded by Mr. Middleton, the minutes were approved by all members present and voting (*Bradley, Middleton, Pitts*).

**2024 BOARD OF VISITORS SELF-ASSESSMENT SURVEY**

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The Committee considered revisions to the Board's annual self-assessment survey based on recommendations and/or feedback received during the last self-assessment process. Since no

recommendations to revise the survey were made, the Committee agreed that this year's survey will be distributed in January with no changes. Ms. Ashley Schumaker, Chief of Staff and Vice President for Strategic Operations, noted that the Board agreed at the Retreat that the survey will be set up so that responders can be identified and appropriate follow-up with those who have not completed it can be made. Upon a motion made by Mr. Middleton and seconded by Mr. Bradley, the Board's self-assessment was approved with no changes by all members present and voting (*Bradley, Middleton, Pitts*).

## **PROPOSED BYLAWS REVISIONS**

Vice President Schumaker presented two proposed Bylaws revisions, the first of which is the addition of § 2.04 of the Bylaws related to athletic collectives. At its retreat in August, the Board agreed that board members should not serve on the board of directors of any collective and it should be included in the Bylaws. The second revision is to remove §10.04 of the Bylaws that requires the Board to approve the annual Board office operating budget and receive a budget status report at each meeting. She noted that this small budget covers hospitality and travel expenses related to the quarterly Board meetings and internal controls are in place to ensure expenditures are in accordance with allowable funds.

Upon a motion made by Mr. Middleton and seconded by Mr. Bradley, the following revisions were approved by all members present and voting (*Bradley, Middleton, Pitts*).

§ 2.04. Athletic Collectives. No member of the Board of Visitors shall serve on the board of directors of an external athletic collective created in accordance with applicable Name, Image, and Likeness laws, regulations, or policies to benefit the University's athletic program, teams, or student athletes.

§ 10.04. Board of Visitors Budget. The Office of the Board of Visitors shall be allocated funds in the annual University budget adopted by the Board. The Vice Rector, in conjunction with the Executive Secretary to the Board, shall be responsible for formulating the Board of Visitors Base Budget for the coming year (see Bylaws §§6.06 and 8.03) predicated on guidance developed by the Rector grounded on past spending patterns and anticipated needs. The Board of Visitors Budget shall be developed during the University's budget formulation process and shall be presented by the Vice Rector to the Board at the Spring regular meeting for approval.

## **PROPOSED REVISIONS TO BOARD POLICY 1412, PROMOTION IN RANK**

Vice President Schumaker presented the proposed revisions to Policy 1412, noting that they were minor changes. Upon a motion made by Mr. Bradley and seconded by Mr. Middleton, the following revisions were approved to Section II.C.6. of Board Policy 1412 by all members present and voting (*Bradley, Middleton, Pitts*).

### **Section II.C.6.**

The college committees shall consist of one tenured faculty member from each department in the college. All members of the college promotion and tenure committees shall be elected directly by the faculties they

